

MAR 21 2008

Bruce R. Zirinsky (BZ 2990)
Gregory M. Petrick (GP 2175)
Ingrid Bagby (IB 3844)
Nathan A. Haynes (NH 4955)
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One World Financial Center
New York, New York 10281
Telephone: (212) 504-6000
Facsimile: (212) 504-6666

Attorneys for Appellees

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**NORTHWEST AIRLINES CORPORATION, et al.,
Debtors.**

**BRUCE W. CRESS, PETER OCHABAUER, WALTER
BOULDEN, MARK A. KNUDSEN, CHRISTOPHER J.
PARKYN, AMANDA R. OCHABAUER, AND BERNARD
C. LARKIN,**

Appellants,

-against-

**NORTHWEST AIRLINES CORPORATION, et al.,
Appellees.**

Chapter 11

Case No. 05-17930 (ALG)

Jointly Administered

Case No. 07-cv-05658 (JGK)

FILED
U.S. DISTRICT COURT
S.D. OF N.Y.
2008 MAR 21 PM 4:45

MOTION TO ADMIT COUNSEL PRO HAC VICE

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Ingrid Bagby, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of Mark C. Ellenberg, Esq. in connection with this case.

Firm Name: Cadwalader Wickersham & Taft LLP
Address: 1201 F Street N.W., Suite 1100,
City/State/Zip: Washington, DC 20004
Phone Number: (202) 862-2200
Fax Number: (202) 862-2400

Mr. Ellenberg is a member in good standing of the Bar of the District of Columbia and is admitted to practice in the United States District Court for the District of Columbia. There is no pending disciplinary proceeding against Mr. Ellenberg in any State or Federal Court.

Dated: March 21, 2008
New York, New York

Respectfully submitted,



Ingrid Bagby (SDNY Bar: 3844)
Cadwalader, Wickersham & Taft LLP
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**DECLARATION OF INGRID BAGBY IN SUPPORT OF MOTION TO
ADMIT COUNSEL PRO HAC VICE**

Pursuant to 28 U.S.C. § 1746, Ingrid Bagby, hereby declares as follows:

1. I am a member of Cadwalader, Wickersham & Taft LLP, counsel to Northwest Airlines Corporation, et al. I make this statement based on my personal knowledge of the facts set forth herein and submit this declaration in support of Appellees' motion to admit Mark C. Ellenberg *pro hac vice* before the United States District Court for the Southern District of New York in the above-captioned matter.

2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law in 1997. I am also admitted to practice before this Court, and am in good standing with this Court.

3. I have known Mr. Ellenberg since 1998.

4. Mr. Ellenberg is a partner with the firm Cadwalader Wickersham & Taft LLP, is a member in good standing of the Bar of the District of Columbia and is admitted to practice in the United States District Court for the District of Columbia. Mr. Ellenberg has not been subject to any disciplinary proceedings in any state or federal court. Mr. Ellenberg's address is: Cadwalader Wickersham & Taft LLP, 1201 F. Street, N.W. Suite 1100, Washington, DC 20004. Mr. Ellenberg's e-mail address is mark.ellenberg@cwt.com, and his phone number is (202) 862-2200.

5. I have found Mr. Ellenberg to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

6. Accordingly, I am pleased to move for the admission of Mr. Ellenberg, *pro hac vice*.

7. I respectfully submit a proposed order granting the admission of Mr. Ellenberg, *pro hac vice*, which is attached hereto as Exhibit A.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

WHEREFORE it is respectfully requested that the motion to admit Mark C. Ellenberg, *pro hac vice*, to represent Appellees in the above captioned matter, be granted.

Dated: New York, New York
March 21, 2008

Respectfully submitted,

A handwritten signature in cursive script, appearing to read 'I Bagby', is written over a horizontal line.

INGRID BAGBY

SDNY Bar Code: 3844

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**NORTHWEST AIRLINES CORPORATION, et al.,
Debtors.**

**BRUCE W. CRESS, PETER OCHABAUER, WALTER
BOULDEN, MARK A. KNUDSEN, CHRISTOPHER J.
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C. LARKIN,**

Appellant,

-against-

**NORTHWEST AIRLINES CORPORATION, et al.,
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Chapter 11

Case No. 05-17930 (ALG)

Jointly Administered

Case No. 07-cv-05658 (JGK)

**ORDER FOR ADMISSION
PRO HAC VICE ON
WRITTEN MOTION**

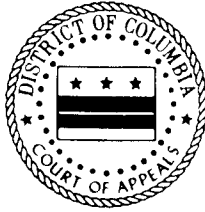
Please take notice that upon the motion of Ingrid Bagby and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that Mark C. Ellenberg, Esq. of Cadwalader Wickersham & Taft LLP, 1201 F Street N.W., Suite 1100, Washington, DC 20004 (Telephone: (202) 862-2200; Facsimile: (202) 862-2400; Email: mark.ellenberg@cwt.com) is admitted *pro hac vice* as counsel for Appellees in the above captioned case pending in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing

discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the pro hac vice fee to the Clerk of the Court.

Dated: _____, 2008
New York, New York

UNITED STATES DISTRICT/MAGISTRATE JUDGE



District of Columbia Court of Appeals
Committee on Admissions
500 Indiana Avenue, N.W. — Room 4200
Washington, D. C. 20001
202 / 879-2710

I, GARLAND PINKSTON, JR., Clerk of the District of Columbia Court of Appeals, do hereby certify that

MARK C. ELLENBERG

was on the 25TH day of NOVEMBER, 1975
duly qualified and admitted as an attorney and counselor and
entitled to practice before this Court and is, on the date
indicated below, an active member in good standing of this Bar.

In Testimony Whereof, I have
hereunto subscribed my name
and affixed the seal of this
Court at the City of
Washington, D.C., on March
20, 2008.

GARLAND PINKSTON, JR., CLERK

By: *[Signature]*
Deputy Clerk

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

NORTHWEST AIRLINES CORPORATION, et al.,

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Chapter 11

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Jointly Administered

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BOULDEN, MARK A. KNUDSEN, CHRISTOPHER J.
PARKYN, AMANDA R. OCHABAUER, AND BERNARD
C. LARKIN,

Case No. 07-cv-05658 (JGK)

Appellants,

AFFIDAVIT OF SERVICE

-against-

NORTHWEST AIRLINES CORPORATION, et al.,

Appellees.

STATE OF NEW YORK:

: SS

COUNTY OF NEW YORK:

Roddie Don Daniels, being duly sworn, deposes and says:

1. I am not a party to this action, am over 18 years of age and am employed by Cadwalader, Wickersham & Taft LLP, One World Financial Center, New York, NY 10281.
2. On the 21st day of March, 2008, I served a true and correct copy of the
 - Notice of Motion

by depositing a true copies thereof enclosed in an official depository under the exclusive care and custody of the US Postal service within the city and state of New York, addressed to the following:

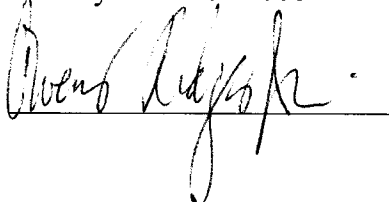
c/o Curtis V. Trinko, Esq.
Jeffrey B. Silverstein, Esq.
Kinny W. Chan, Esq.
16 West 46th Street, 7th Floor
New York, NY 10036
Attn: Bruce W. Cress
Walter Boulden
Mark A. Knudsen
Christopher J. Parkyn
Amanda R. Ochubauer
Bernard C. Larkin

Fiduciary Counselors Inc.
Attn: Neil Hennessy
700 12th Street NW
Suite 700
Washington, DC 20005

Steptoe & Johnson LLP
Attn: Joshua R. Taylor, Esq.
1330 Connecticut Avenue, NW
Washington, DC 20036


Roddie Don Daniels

Sworn to before me on this
21st day of March 2008



OWENS RIDGES JR
Notary Public, State of New York
No. 24-4992070
Qualified in Kings County
Certificate Filed in New York County 2010
Commission Expires February 18, 2010